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July 30, 2001

REGULATORY AUTH.
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EXECUTIVE SECRETARY

VIA HAND DELIVERY

David Waddell, Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

Re: *Docket to Determine the Compliance of BellSouth
Telecommunications, Inc.'s Operations Support Systems with State
and Federal Regulations*
Docket No. 01-00362

Dear Mr. Waddell:

Enclosed are the original and thirteen copies of BellSouth's Reply to the Motion of AT&T and TCG MidSouth to Strike BellSouth's Unsolicited Pre-filed Written Testimony. Also, in response to the Notice issued by the Authority on July 25, 2001 and as addressed in the attached Reply, BellSouth does intend to substitute the testimony it has filed in this proceeding. Copies of the enclosed are being provided to counsel of record.

Very truly yours,

Guy M. Hicks

GMH:ch
Enclosure

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In Re: *Docket to Determine the Compliance of BellSouth Telecommunications, Inc.'s Operational Support Systems with State and Federal Regulations*

Docket No. 01-00362

**BELLSOUTH TELECOMMUNICATIONS, INC.'S REPLY TO THE
MOTION OF AT&T AND TCG MIDSOUTH TO STRIKE BELLSOUTH'S
UNSOLICITED PRE-FILED WRITTEN TESTIMONY**

BellSouth Telecommunications Inc. ("BellSouth") hereby files its Reply to the Motion of AT&T and TCG Midsouth ("TCG") to Strike BellSouth's Unsolicited Pre-Filed Written Testimony. In the Motion to Strike, AT&T and TCG argue that the Tennessee Regulatory Authority ("Authority" or "TRA") should strike BellSouth's filings regarding the regionality of its operational support systems ("OSS") as unauthorized, premature and in contravention of the "spirit" of this proceeding.

BellSouth intends on substituting testimony heretofore filed in this proceeding with expanded testimony. This substitution of testimony is anticipated to be filed within the next two or three days. This action is precipitated by the receipt by BellSouth of PriceWaterhouse's additional reports, various pre-hearing conferences held and orders issued in this and other dockets related to BellSouth's request for 271 relief. The substituted testimony will be consistent with and an expansion of the currently filed testimony. BellSouth submits that the substituted testimony will provide the Authority with even more pertinent information

necessary for its determination. The rationale of this Reply, therefore, applies equally to the existing testimony and the substituted testimony to be filed. Neither should be stricken for the reasons stated below.

Far from a “presumptuous” attempt to resist the Authority’s procedures (as AT&T and TCG urge), BellSouth’s filing is and will be consistent with the Authority-established roadmap for evaluating 271 issues. BellSouth also respectfully disagrees with AT&T and TCG’s assertion that BellSouth’s filing(s) are an attempt to incite protracted litigation. Rather, it appears that AT&T and TCG intend to seek to delay the 271 process by preventing BellSouth from submitting relevant information.

BellSouth strongly disagrees that the TRA should ever needlessly strike information that will aid the third party consultant and the Authority in completing its task efficiently and expeditiously. BellSouth’s filings demonstrate and will demonstrate that BellSouth’s OSS are the same region-wide, aiding the consultant’s inquiries in this docket. Further, BellSouth has committed to provide the Authority with substantially the same information it will provide the FCC, including regionality information. Finally, the TRA should continue the approach it has adopted, and promptly address BellSouth’s Section 271 compliance through pending dockets proceeding in parallel.

I. BellSouth’s Filing Will Further the Objectives of This Docket.

BellSouth’s filings will expedite the consultant’s review process, by providing the consultant needed information, ensuring that this docket proceeds efficiently

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I. BellSouth’s Filing Will Further the Objectives of This Docket.

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along with the parallel proceedings established to address other aspects of BellSouth's Section 271 compliance. BellSouth has and will file information directly in response to the purpose of the docket, not "in contravention" thereof, as alleged by AT&T and TCG. By providing the TRA and the consultant information the consultant is tasked with reviewing, BellSouth's regionality information aids the inquiry in this docket, and limits the need for an expensive, protracted investigation. Indeed, as the information has and will demonstrate, BellSouth's OSS are the same region-wide and thus no testing beyond what has been done in Georgia is necessary.

II. BellSouth's Regionality Filing Is Consistent With Its Commitment to File Substantially the Same Section 271 Case As Will Be Presented to the FCC.

By submitting regionality information, BellSouth is both aiding the third party consultant in fulfilling its obligations in a timely and efficient manner, as well as meeting its commitment to the TRA. BellSouth committed to file its regionality information with the Authority. As part of its Tennessee Section 271 filing with the FCC, BellSouth will submit information demonstrating that its OSS are the same region-wide. BellSouth committed to file with the TRA substantially the same information as will be filed with the FCC. BellSouth is thus fulfilling its commitments, while aiding the consultant in doing the same. Moreover, the Georgia test, in conjunction with other evidence of commercial usage and carrier-to-carrier testing, will provide the TRA with all of the information necessary to do a complete analysis of BellSouth's 271 compliance.

III. The TRA Can Give Parties the Opportunity to Respond to the BellSouth Information As It Deems Appropriate.

The Hearing Officer remains free to establish procedures to address BellSouth's regionality information. Thus far, no specific procedures for the consultant's collection and analysis of information have been established in this docket. By filing useful information to help ensure that this proceeding progresses apace alongside the other Section 271-related dockets, BellSouth will not "preempt" or otherwise attempted to limit the TRA's authority to establish procedures for this proceeding. The Hearing Officer is free to establish procedures giving parties the opportunity to respond to BellSouth's filing as he sees fit. For example, the Hearing Officer could provide the information to the consultant, and solicit the filing of similarly relevant information from the interested parties, or establish a formal process for comment on BellSouth's regionality information.

IV. There is No Need for the TRA to Wait For the Completion of the Performance Measures Docket and the Florida Testing.

AT&T and TCG argue that the third party consultant cannot fulfill its obligations until the Performance Measures docket¹ and the Florida OSS testing are complete. This argument ignores several crucial facts.

First, as other states have done, the TRA established a roadmap for evaluation of BellSouth's Section 271 data. The TRA chose to break the issues into separate proceedings, and has been moving forward with these proceeding simultaneously. By utilizing parallel proceedings, the Authority is able to address

¹ *Generic Docket on Performance Measurements*, Docket No. 01-00193.

Section 271-related issues more quickly and efficiently in Tennessee. BellSouth recognizes that it must prove its case to the TRA, both on access to OSS and every other checklist item. Interested parties will have a full and fair opportunity to challenge BellSouth's evidence, regardless of when or in which docket it is filed. AT&T and TCG would have the Authority change its approach, delaying the proceeding.

Second, completion of the Florida testing is not necessary before the consultant begins its analysis of the regionality of BellSouth's OSS. The third party consultant is tasked, in part, with identifying "the systems and processes used by BellSouth's Tennessee operations for providing services and network elements to competitors."² The consultant's evaluation of whether BellSouth uses the same technology and procedures throughout its region does not hinge on the outcome of either the Georgia third party test, which is complete, or the ongoing Florida testing. Thus, the consultant can proceed with its evaluation of the regionality of BellSouth's OSS before the Florida testing is completed.

Third, it is not necessary for the TRA to conclude its Performance Measures docket before the consultant evaluates the regionality of BellSouth's OSS. As noted, the consultant's obligations include evaluating whether BellSouth uses the same technology and procedures throughout its region. This factual review does

² *Docket to Determine the Compliance of BellSouth Telecommunications, Inc.'s Operations Support Systems With State and Federal Regulations*, First Report and Recommendation of Pre-Hearing Officer, Docket No. 01-00362 at 5 (May 3, 2001).

not hinge on the Tennessee performance measures.³ The consultant can proceed with its evaluation of the regionality of BellSouth's OSS before the Performance Measures docket is completed.

CONCLUSION

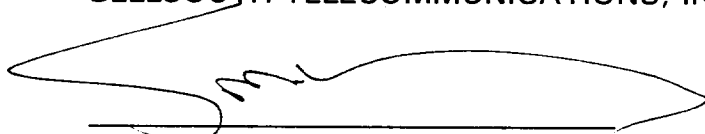
For the reasons articulated above, BellSouth urges the Authority to deny the motion to strike. As explained above, BellSouth's evidence is and will be clearly relevant to the substance of the proceeding and consistent with the process established by the Authority. Moreover, the Authority is quite capable of providing other parties an opportunity to challenge or respond to evidence in this proceeding, and there can be no legitimate concern that BellSouth's filings could silence other parties or restrict the ability of the Authority or the third party consultant to conduct factual inquiry. Rather, it appears that AT&T's and TCG's true purpose for

³ In its July 3, 2001 letter soliciting KPMG to act as the third party consultant, the Authority states that the consultant's audit of BellSouth's existing Tennessee performance data for accuracy would need to wait until the completion of the Performance Measures docket. *Authority Letter to KPMG Consulting*, dated July 3, 2001. At most, the letter suggests that, at such time as the TRA establishes procedures for this docket, it would consider delaying the audit of Tennessee data until the completion of the Performance Measures docket. This letter, which does not constitute an order from the TRA or hearing officer, does not call for the entire docket to be put on hold pending the completion of the Performance Measures docket, despite AT&T's and TCG's contention.

submitting the Motion to Strike is to impede and delay the review of BellSouth's application and not to safeguard the process.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

A handwritten signature in black ink, appearing to read "Guy M. Hicks", is written over a horizontal line.

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CERTIFICATE OF SERVICE

I hereby certify that on July 30, 2001, a copy of the foregoing document was served on counsel for known parties, via the method indicated, addressed as follows:

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